

October 21, 2011

**VIA ELECTRONIC FILING**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 12th St. SW  
Washington, DC 20554

**Re: WC Docket No. 11-163 – Amendment to Joint Application of U.S.  
Telestar Communications Group, Inc. and Utility Telephone, Inc.**

Dear Ms. Dortch:

The Joint Applicants, by and through their undersigned counsel, submit this letter for the purpose of amending section II (8) of their Joint Application, to correct the stated basis for streamlined processing as follows:

“This application is eligible for streamlined processing under Section 63.03 of the Commission’s Rules, 47 CFR § 63.03. The application is eligible for streamlining pursuant to 47 C.F.R. § 63.03 because the proposed transaction would result in Utility Telephone, Inc. (“UTI”), the transferee, having less than a 10% share in the interstate, interexchange market, UTI would provide competitive telephone local exchange services or exchange access services, if any, exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the proposed transaction, and neither of the applicants is dominant with respect to any service. *See* 47 C.F.R. § 63.03(b)(2)(i).”

Further, Joint Applicants, by this letter, provide the following supplemental information regarding ownership interests held by UTI’s owners in other telecommunications carriers:

UTI holds an 80% interest in Call America, Inc. (“Call America”), FRN 0006833461. Call America is a non-dominant interexchange and competitive local exchange carrier operating in California. Call America provides local exchange and domestic interexchange telephone service to small and medium size business customers.

As noted in the Joint Application, Jason R. Mills holds a 54% ownership interest in UTI and, therefore, under Commission’s rules, is attributed with an 80% ownership interest in

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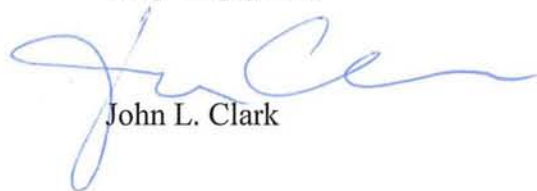
Call America. Mr. Mills does not hold any ownership interests in any other telecommunications carriers.

As noted in the Joint Application, the John K. and Dianne B. La Rue Revocable Trust (the "Trust") holds a 46% ownership interest in UTI and, therefore, under Commission's rules, is attributed with a 37% ownership interest in Call America. The Trust does not hold any ownership interests in any other telecommunications carriers.

The Trust, in turn, is held jointly by John K. La Rue and Dianne B. La Rue ( the "La Rues"). Therefore, under the Commission's rules, the La Rues are each attributed with a 37% ownership interest in Call America. Neither of the La Rues holds any ownership interests in any other telecommunications carriers.

Finally, Joint Applicants note that a 15% ownership interest in Call America is held by the Jeffrey C. Buckingham Family Trust (revocable) (the "Buckingham Trust"). The Buckingham Trust is held jointly by Jeffrey C. Buckingham and Joan Buckingham (the "Buckinghams"). Neither the Buckingham Trust nor either of the Buckingham holds any ownership interests in UTI.

Very truly yours,

A handwritten signature in blue ink, appearing to read "John L. Clark", with a stylized flourish extending to the right.

John L. Clark

cc: Wireline Competition Bureau